

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

STONINGTON PARTNERS, INC., a Delaware Corporation, STONINGTON CAPITAL APPRECIATION 1994 FUND L.P., a Delaware Partnership and STONINGTON HOLDINGS, L.L.C., a Delaware limited liability company,
Plaintiffs,

v.

DEXIA, S.A. and DEXIA BANK BELGIUM
(formerly known as ARTESIA BANKING CORP., SA),
Defendants.

No.: 04-CV-10411 (PBS)

GARY B. FILLER and LAWRENCE PERLMAN,
Trustees of the TRA Rights Trust,
Plaintiffs,

v.

DEXIA, S.A. and DEXIA BANK BELGIUM
(formerly known as ARTESIA BANKING CORP., SA),
Defendants.

No.: 04-CV-10477 (PBS)

JANET BAKER and JAMES BAKER, JKBAKER LLC and JMBAKER LLC,
Plaintiffs,

v.

DEXIA, S.A. and DEXIA BANK BELGIUM
(formerly known as ARTESIA BANKING CORP., SA),
Defendants.

No.: 04-CV-10501 (PBS)

**TRANSACTIONAL PLAINTIFFS' UNOPPOSED MOTION FOR LEAVE TO FILE
UNDER SEAL EXHIBITS B-3 AND C-3 TO LETTERS ROGATORY**

Plaintiffs Stonington Partners, Inc., Stonington Capital Appreciation 1994 Fund L.P., Stonington Holdings, L.L.C., Gary B. Filler and Lawrence Perlman, Trustees of the TRA Rights Trust, and Janet Baker, James Baker, JK Baker LLC and JM Baker LLC (“Transactional Plaintiffs”) hereby move, pursuant to Massachusetts Local Rule 7.2, for orders authorizing the filing under seal, in each of the above-captioned actions, of Exhibits B-3 and C-3 to the Letters Rogatory prepared by Plaintiffs and Dexia Bank Belgium.

In support of this unopposed motion, Plaintiffs state as follows:

1. On May 31, 2005, the Court entered an Order Governing the Treatment of Confidential Information in each of the above-captioned actions (the “Confidentiality Order”). Under the terms of the Confidentiality Order, documents containing or disclosing discovery materials that the producing party has designated as “Confidential Information” must be filed with the Court under seal.

2. On August 14, 2006, Transactional Plaintiffs served upon counsel for defendant Dexia Bank Belgium, Jeff E. Butler, Esq. of Clifford Chance US LLP, New York, New York copies of the Notice of Supplemental Written Questions of Stonington, Filler, and Baker Plaintiffs to be Appended to Letters Rogatory, and Exhibits B-3 and C-3 to the Letters Rogatory, containing the supplemental questions. A certificate evidencing such service will be filed contemporaneously herewith.

3. Exhibits B-3 and C-3 to the Letters Rogatory contain Transactional Plaintiffs’ proposed examination of certain former Dexia employees, including proposed exhibits on which Transactional Plaintiffs seek to examine these witnesses. These proposed examinations and exhibits have not been publicly filed with the Court at this time because they discuss and attach documents that Dexia Bank Belgium has designated as “Confidential Information” pursuant to the May 31, 2005 Confidentiality Order.

4. Without waiving their right to challenge Dexia Bank Belgium’s designation of particular information as “Confidential Information,” Transactional Plaintiffs hereby seek leave to file Exhibits B-3 and C-3 to the Letters Rogatory under seal.

WHEREFORE, Transactional Plaintiffs respectfully request that this Court enter orders:

- (A) relieving Plaintiffs of the obligation under Local Rule 7.1(b)(1) to file a memorandum of law in support of the instant motion simultaneously herewith;
- (B) authorizing the filing under seal, in each of the above-captioned actions, of Exhibits B-3 and C-3 to the Letters Rogatory; and
- (C) for such other and further relief as the Court deems just and proper.

Dated: August 14, 2006

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that this document will be filed through the ECF system, which filing will constitute service of the document upon all registered ECF users as identified on the Notice of Electronic Filing (NEF). A paper copy of this document has been mailed in accordance with FED. R. CIV. P. 5(b) to all those case participants not identified on the NEF as electronic recipients.

/s/ Susan M. Davies
Susan M. Davies, N.Y. Atty Reg. #2413508